

# **ATTACHMENT 70**

HIGHLY CONFIDENTIAL

Sullivan, Naamua

March 5, 2014

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IN THE UNITED STATES DISTRICT COURT FOR  
THE EASTERN DISTRICT OF PENNSYLVANIA

IN RE: PROCESSED EGG PRODUCTS  
ANTITRUST LITIGATION

MDL NO. 2002

08-md-02002

THIS DOCUMENT RELATES TO  
Kraft Foods Global, Inc., et al.  
v. United Egg Producers, Inc.,  
et al., No. 2:12-cv-00088-GP

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Wednesday, March 5, 2014

2:06 p.m.

Videotaped deposition of NAAMUA SULLIVAN,  
convened at the law offices of Robins, Kaplan, Miller  
& Ciresi LLP, 2800 LaSalle Plaza, 800 LaSalle Avenue,  
Minneapolis, Minnesota 55402, pursuant to notice, the  
proceedings being recorded stenographically by Jonathan  
Wonnell, a Registered Professional Court Reporter  
(NCRA #835577), and transcribed under his direction.

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<p>1 APPEARANCES OF COUNSEL</p> <p>2</p> <p>3 On behalf of the Plaintiff General Mills and</p> <p>4 the Deponent:</p> <p>5 RICHARD P. CAMPBELL, ESQ.</p> <p>6 SARAH S. ANSARI, ESQ.</p> <p>7 Jenner &amp; Block LLP</p> <p>8 330 North Clark Street</p> <p>9 Chicago, Illinois 60654-3456</p> <p>10 (312) 840-9530</p> <p>11 rcampbell@jenner.com</p> <p>12 sansari@jenner.com</p> <p>13 -- and --</p> <p>14 MARY E. KIEDROWSKI, ESQ.</p> <p>15 RACHEL A. PORTER, ESQ.</p> <p>16 General Mills</p> <p>17 Number One General Mills Boulevard</p> <p>18 Minneapolis, Minnesota 55426</p> <p>19 (763) 764-6698</p> <p>20 mary.kiedrowski@genmills.com</p> <p>21 rachel.porter@genmills.com</p> <p>22</p>	<p>1 CONTENTS</p> <p>2 WITNESS PAGE</p> <p>3 NAAMUA SULLIVAN</p> <p>4 By Mr. Davis: 7</p> <p>5 By Mr. Schwinger 73</p> <p>6</p> <p>7 EXHIBITS MARKED</p> <p>8 LABEL/DESCRIPTION PAGE</p> <p>9 Exhibit Sullivan 1 - Animal Welfare statement from 34</p> <p>10 generalmills.com website (2 pgs., No Bates)</p> <p>11 Exhibit Sullivan 2 - Document re: General Mills 42</p> <p>12 one million cage-free egg buy (GMI 00032288</p> <p>13 through 00032293)</p> <p>14 Exhibit Sullivan 3 - Article re: HSUS' address to 48</p> <p>15 ConAgra (GMI 00032251)</p> <p>16 Exhibit Sullivan 4 - United Voices newsletter 51</p> <p>17 dated 7/7/11 (GMI 00032235 through 00032236)</p> <p>18 Exhibit Sullivan 5 - Document re: cage-free eggs 52</p> <p>19 with Naamua Sullivan's handwritten notes (GMI</p> <p>20 00032262 through 00032264)</p> <p>21 Exhibit Sullivan 6 - Letter from Fred Morganthall, 57</p> <p>22 II (GMI 00032281)</p> <p>23 Exhibit Sullivan 7 - Document entitled Cage-Free 59</p> <p>24 Egg Analysis for GMI (GMI 00032209 through</p> <p>25 00032219)</p> <p>26</p>
3	5
<p>1 APPEARANCES (Cont'd)</p> <p>2</p> <p>3 On behalf of the Defendant United Egg</p> <p>4 Producers and United States Egg</p> <p>5 Marketers:</p> <p>6 EVAN W. DAVIS, ESQ.</p> <p>7 Pepper Hamilton LLP</p> <p>8 3000 Two Logan Square</p> <p>9 Eighteenth and Arch Streets</p> <p>10 Philadelphia, Pennsylvania 19103-2799</p> <p>11 (215) 981-4000</p> <p>12 davisw@pepperlaw.com</p> <p>13</p> <p>14 On behalf of the Defendant Michael Foods:</p> <p>15 PETER J. SCHWINGLER, ESQ.</p> <p>16 Leonard, Street and Deinard</p> <p>17 150 South Fifth Street, Suite 2300</p> <p>18 Minneapolis, Minnesota 55402</p> <p>19 (612) 335-7023</p> <p>20 peter.schwinger@leonard.com</p> <p>21</p> <p>22 ALSO PRESENT: STEVE KNUTSON, Videographer</p>	<p>1 PROCEEDINGS</p> <p>2 (2:06 p.m.)</p> <p>3 THE VIDEOGRAPHER: We're on the record.</p> <p>4 This is the videotaped deposition of Naamua</p> <p>5 Sullivan taken on March 5th 2014. The time now is</p> <p>6 approximately 2:06 p.m.</p> <p>7 The deposition is being taken in</p> <p>8 reference to Processed Egg Products Antitrust</p> <p>9 Litigation filed in the U.S. District Court for the</p> <p>10 Eastern District of Pennsylvania. File Number</p> <p>11 08-MD-02002. The deposition is taking place in</p> <p>12 Minneapolis, Minnesota.</p> <p>13 My name is Steve Knutsen. I'm the</p> <p>14 videographer representing Henderson Legal Services.</p> <p>15 Will counsel please identify themselves for the</p> <p>16 record.</p> <p>17 MS. ANSARI: On behalf of General Mills</p> <p>18 and the deponent, Sarah Ansari of Jenner &amp; Block.</p> <p>19 MR. CAMPBELL: Richard Campbell of</p> <p>20 Jenner &amp; Block on behalf of General Mills.</p> <p>21 MS. KIEDROWSKI: Mary Kiedrowski from</p> <p>22 General Mills.</p>

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<p style="text-align: right;">6</p> <p>1 MS. PORTER: Rachel Porter, General 2 Mills. 3 MR. DAVIS: Evan Davis from Pepper 4 Hamilton representing United Egg Producers, United 5 States Egg Marketers. 6 MR. SCHWINGLER: Peter Schwingler from 7 Stinson Leonard Street representing Michael Foods. 8 THE VIDEOGRAPHER: Will the court 9 reporter please swear in the witness. 10 MR. DAVIS: Can we just ask if there's 11 anyone on the phone? 12 (No response). 13 * * * * * 14 Whereupon, 15 NAAMUA SULLIVAN, 16 called as a Witness, was duly sworn by Jonathan 17 Wonnell, a Notary Public in and for the State of 18 Minnesota, and was examined and testified as follows. 19 * * * * * 20 EXAMINATION BY COUNSEL FOR UNITED EGG PRODUCERS AND 21 UNITED STATES EGG MARKETERS 22</p>	<p style="text-align: right;">8</p> <p>1 Q. And you understand as well that your 2 testimony is under oath? 3 A. Yes. 4 Q. Now, it's important that you give oral 5 responses to any questions that I ask because the 6 court reporter cannot take down nods of your head 7 and can't transcribe "uh-huh" or things like that. 8 A. Got it. Yes. 9 Q. Okay. We can take a break whenever you 10 would like one. Just simply let me know that you'd 11 like to take a few minutes, I'd be happy to oblige. 12 I'd only ask that if I've asked you a question that 13 you answer that question before we take a break and 14 that we don't take one while a question is pending. 15 Is that okay? 16 A. That sounds absolutely reasonable. 17 Q. And if you don't understand anything 18 that I ask you, please just ask me to clarify, and 19 I'd be happy to do so. 20 A. Okay. 21 Q. It's important that you answer all of my 22 questions today fully and to the best of your</p>
<p style="text-align: right;">7</p> <p>1 BY MR. DAVIS: 2 Q. Ms. Sullivan, good morning. Good 3 afternoon, rather. 4 A. Afternoon. 5 Q. My name is Evan Davis. I represent 6 United Egg Producers and United States Egg 7 Marketers in this litigation. 8 Have you ever had your deposition taken 9 before? 10 A. I have not. 11 Q. Well, welcome to your first time. 12 A. Thank you. 13 Q. I hope it's an exhilarating experience. 14 As you can see -- I'll just tell you a few of the 15 ground rules, so to speak. As you can see, there 16 is a court reporter here as well as a videographer, 17 and they are going to be recording or transcribing 18 everything that you say and that I say as well. 19 You understand that your testimony today 20 can be used at trial, should this case ever go to 21 one? 22 A. Yes.</p>	<p style="text-align: right;">9</p> <p>1 knowledge. Is there any reason why you can't 2 testify fully, truthfully and accurately here 3 today? 4 A. No. 5 Q. Great. What is your job title at 6 General Mills? 7 A. I am director of issues management. 8 Q. And what is the director of issues 9 management? 10 A. Issues management is a discipline of 11 trying to best understand sentiment developments in 12 the external world that could be of impact to 13 General Mills. And these movements could be 14 connected with the environment, with health and 15 nutrition, with food safety. 16 And it's my job to understand what's 17 going on and to try to help people internally 18 understand what the developments are, interests of 19 stakeholders and how we might respond to them. 20 Q. When did you become director of issues 21 management? 22 A. September 2010.</p>

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<p style="text-align: right;">10</p> <p>1 Q. What was your -- were you employed by 2 General Mills prior to that time?</p> <p>3 <b>A. No.</b></p> <p>4 Q. And was there a director of issues 5 management prior to you?</p> <p>6 <b>A. There was not.</b></p> <p>7 Q. Do you report to anyone now?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. Who is that?</p> <p>10 <b>A. I report to the vice president of global 11 communications.</b></p> <p>12 Q. Who is that?</p> <p>13 <b>A. His name is Tom Forsythe.</b></p> <p>14 Q. And does anyone report to you?</p> <p>15 <b>A. No.</b></p> <p>16 Q. By whom were you employed prior to 17 your --</p> <p>18 <b>A. I'm sorry. I have a contractor who does 19 occasional work for me, about 20 hours a week. So 20 he's not an employee reporting to me, but he does 21 work for me. So sorry to correct that. I don't 22 know if that counts as somebody who reports to me.</b></p>	<p style="text-align: right;">12</p> <p>1 Q. 2007?</p> <p>2 <b>A. 2007. Yes, so for three years up until 3 August of 2010.</b></p> <p>4 Q. By whom were you employed prior to CNN?</p> <p>5 <b>A. NBC.</b></p> <p>6 Q. In a similar capacity?</p> <p>7 <b>A. I was the host of an NBC show called 8 iVillage -- a co-host, I'm sorry, of an NBC show 9 called iVillage Live.</b></p> <p>10 Q. Is your background prior to General 11 Mills exclusively in broadcast journalism?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. And is your educational background in 14 broadcast journalism?</p> <p>15 <b>MR. DAVIS: Object to form.</b></p> <p>16 <b>A. No.</b></p> <p>17 <b>BY MR. DAVIS</b></p> <p>18 Q. What is your educational background?</p> <p>19 <b>A. Yes. I have a law degree from 20 University College of London.</b></p> <p>21 Q. Are you a lawyer in England, in the 22 United Kingdom?</p>
<p style="text-align: right;">11</p> <p>1 Q. I appreciate that. He is a contract 2 employee of General Mills?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. And what is his role? What type of work 5 does he do?</p> <p>6 <b>A. He helps me maintain our issues 7 management website, which is a repository of 8 information about the various issues that I touch 9 upon in my role.</b></p> <p>10 Q. What's his name?</p> <p>11 <b>A. Davin Fisher.</b></p> <p>12 Q. Thank you. Before you were employed at 13 General Mills, by whom were you employed?</p> <p>14 <b>A. CNN.</b></p> <p>15 Q. What was your job title with CNN?</p> <p>16 <b>A. I was an anchor on CNN.com Live and I 17 was a freelance anchor on CNN International.</b></p> <p>18 Q. For what period of time were you 19 employed by CNN?</p> <p>20 <b>A. For the three years preceding my time at 21 General Mills. So from approximately October 22 2000 -- what does that make it?</b></p>	<p style="text-align: right;">13</p> <p>1 <b>A. No. Under our system, you're not a 2 lawyer until you've gone -- so I did my degree, so 3 I have a law degree, but then you go to law school, 4 and then after that, you would need to do your 5 articles as a solicitor or your pupillage as a 6 barrister. So I didn't do that. I just got my 7 degree and then stopped.</b></p> <p>8 Q. So -- I'm sorry.</p> <p>9 <b>A. So technically speaking, I am not a 10 lawyer. I am a person with a law degree.</b></p> <p>11 Q. And the next step would be to become a 12 solicitor or a barrister?</p> <p>13 <b>A. The next step will be to go to what we 14 call law school for one year.</b></p> <p>15 Q. Okay.</p> <p>16 <b>A. And then to become a solicitor or a 17 barrister.</b></p> <p>18 Q. Okay. Thank you. How did you come to 19 be employed by General Mills? Did you apply for an 20 open position?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. And let me ask, does General Mills have</p>

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<p style="text-align: right;">14</p> <p>1 a spokesperson or a group of spokespeople?</p> <p>2 <b>A. General Mills does not have a single</b></p> <p>3 <b>spokesperson, but there are people who act as</b></p> <p>4 <b>spokespeople more often than others. So, for</b></p> <p>5 <b>example, our director of public relations is quite</b></p> <p>6 <b>often quoted by the media. My boss, Tom Forsythe,</b></p> <p>7 <b>is also quite often quoted by the media.</b></p> <p>8 <b>Occasionally managers who report to</b></p> <p>9 <b>Kirstie in the public relations department might</b></p> <p>10 <b>take on the role of spokespeople. And then other</b></p> <p>11 <b>areas such as our Bell Institute of Health and</b></p> <p>12 <b>Nutrition have people who will respond to</b></p> <p>13 <b>stakeholders as spokespeople. But there's not a</b></p> <p>14 <b>single person whose title is spokesperson.</b></p> <p>15 <b>Q. How about you? Do you give statements</b></p> <p>16 <b>to the media?</b></p> <p>17 <b>A. I can't recall ever having given a</b></p> <p>18 <b>statement to the media.</b></p> <p>19 <b>Q. Are you involved at all in corporate</b></p> <p>20 <b>strategy discussions?</b></p> <p>21 <b>A. Can you clarify?</b></p> <p>22 <b>Q. Sure. When individuals at General Mills</b></p>	<p style="text-align: right;">16</p> <p>1 <b>here's what's happening in the external environment</b></p> <p>2 <b>that may be of interest to you as you develop your</b></p> <p>3 <b>business plans. And then we -- then maybe</b></p> <p>4 <b>situations where on an ad hoc basis, we might join</b></p> <p>5 <b>a conversation with a business about a specific</b></p> <p>6 <b>issue. But it's not typical that I do.</b></p> <p>7 <b>Q. So let's talk about that, then. And</b></p> <p>8 <b>let's talk about the issue of animal welfare.</b></p> <p>9 <b>A. Mm-hmm.</b></p> <p>10 <b>Q. Have you been involved in any</b></p> <p>11 <b>discussions with business folks about animal</b></p> <p>12 <b>welfare issues?</b></p> <p>13 <b>A. So when we were first looking at the</b></p> <p>14 <b>issue of cage-free eggs, my boss, Tom Forsythe, and</b></p> <p>15 <b>I met with affected businesses, so we met with --</b></p> <p>16 <b>so I met with representatives from the leadership</b></p> <p>17 <b>teams of what was then the Brands On The Go</b></p> <p>18 <b>business, which is now Convenience in Food Service,</b></p> <p>19 <b>to bring them information about some of the</b></p> <p>20 <b>developments externally. These are things like NGO</b></p> <p>21 <b>interest, possible shareholder proposals. Just</b></p> <p>22 <b>what we'd found out when we looked into the topic</b></p>
<p style="text-align: right;">15</p> <p>1 hold meetings to discuss really any strategic</p> <p>2 elements of the business, are you ever involved in</p> <p>3 those meetings?</p> <p>4 <b>A. So I hope I'm understanding you</b></p> <p>5 <b>correctly. My role could involve bringing</b></p> <p>6 <b>information to a business that might help as a</b></p> <p>7 <b>factor in their decision making.</b></p> <p>8 <b>So, for example, if there is external</b></p> <p>9 <b>interest in making a specific change, so let's say</b></p> <p>10 <b>investors are interested in us changing behavior in</b></p> <p>11 <b>a certain way, then it will be part of my</b></p> <p>12 <b>responsibility to bring that information to the</b></p> <p>13 <b>business. But it wouldn't be my role to make the</b></p> <p>14 <b>decision as to the business' course of action.</b></p> <p>15 <b>Q. But you would be involved in those</b></p> <p>16 <b>discussions that the business was having?</b></p> <p>17 <b>A. I would be involved solely in -- so the</b></p> <p>18 <b>businesses have their, you know, day-to-day or</b></p> <p>19 <b>week-to-week conversations when they develop their</b></p> <p>20 <b>strategy. I'm not involved in those at all. But,</b></p> <p>21 <b>for example, on a bi-annual basis, my boss and I</b></p> <p>22 <b>will meet with business leadership teams and say,</b></p>	<p style="text-align: right;">17</p> <p>1 <b>science-wise. So we brought that information to</b></p> <p>2 <b>the business to say, we started to pay attention to</b></p> <p>3 <b>this and we want to make you aware.</b></p> <p>4 <b>Q. So it's your responsibility -- as far as</b></p> <p>5 <b>General Mills is concerned, is it sort of you're</b></p> <p>6 <b>the front-line responsibility for monitoring or</b></p> <p>7 <b>tracking things like NGO interest in animal welfare</b></p> <p>8 <b>issues?</b></p> <p>9 <b>A. At a corporate level. So doubtlessly,</b></p> <p>10 <b>the businesses have people who are responding, for</b></p> <p>11 <b>example, to social media questions or conversations</b></p> <p>12 <b>about these kind of topics. But from a, yes,</b></p> <p>13 <b>company-wide perspective, that is -- I would</b></p> <p>14 <b>definitely not say I'm alone in doing this work.</b></p> <p>15 <b>Obviously, there are other people to whom these</b></p> <p>16 <b>issues come.</b></p> <p>17 <b>Q. Mm-hmm.</b></p> <p>18 <b>A. But I am the person who is responsible</b></p> <p>19 <b>for sort of bringing the issues together and</b></p> <p>20 <b>ensuring that we are -- even if I am not the one</b></p> <p>21 <b>who's generating the response, that at least</b></p> <p>22 <b>somebody is taking responsibility for moving</b></p>

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<p style="text-align: right;">18</p> <p>1 forward with addressing the issue.</p> <p>2 Q. Do you have any knowledge as to how that</p> <p>3 was accomplished prior to 2010, if your position</p> <p>4 didn't exist?</p> <p>5 A. I do know my boss will frequently say</p> <p>6 we've always done issues management. What I think</p> <p>7 he typically is referring to is responding to</p> <p>8 stakeholders. So if somebody contacts us about a</p> <p>9 topic, then we would always have got back to them.</p> <p>10 In terms of actually having any kind of</p> <p>11 structured approach to issues management, I don't</p> <p>12 believe that existed before I started work at</p> <p>13 General Mills, but I can't say for sure.</p> <p>14 Q. Is it fair to say that your effort is to</p> <p>15 be somewhat proactive in this sense of addressing</p> <p>16 issues before they arise, and maybe prior to your</p> <p>17 involvement, it was more reactive in waiting for</p> <p>18 things to be brought to the business' attention?</p> <p>19 A. That is -- yes, part of our goal is to</p> <p>20 move. We're always going to have more of a</p> <p>21 reactive responsibility, but to get us on more of a</p> <p>22 proactive footing.</p>	<p style="text-align: right;">20</p> <p>1 think -- as I said, that was my first contact with</p> <p>2 the issue.</p> <p>3 Q. Do you work at all with a group called</p> <p>4 Responsible Sourcing?</p> <p>5 A. I haven't thought of them as referred to</p> <p>6 in that way, but I think -- do you mean the</p> <p>7 sourcing department that has -- one of their</p> <p>8 initiatives is responsible sourcing? I'm quite</p> <p>9 sure, yes, that I do. And I didn't realize they</p> <p>10 had titled themselves Responsible Sourcing.</p> <p>11 Q. Well, what's your understanding of it?</p> <p>12 The sourcing department has a group within it that</p> <p>13 calls themselves Responsible Sourcing?</p> <p>14 A. So there's sourcing and there's</p> <p>15 sustainability. And I work with both of them. And</p> <p>16 I do know that one of the members of the</p> <p>17 sustainability team is responsible for advancing</p> <p>18 our work on Responsible Sourcing.</p> <p>19 Q. Who is that?</p> <p>20 A. Amy Omann.</p> <p>21 Q. Did you ever work with Steve Peterson?</p> <p>22 A. Yes.</p>
<p style="text-align: right;">19</p> <p>1 Q. Great. So you were involved in a</p> <p>2 discussion, you said, with cage-free hens; is that</p> <p>3 right?</p> <p>4 A. Yes. Well, not with the hens.</p> <p>5 MR. CAMPBELL: You misspoke, Evan.</p> <p>6 A. On the topic of cage-free hens.</p> <p>7 BY MR. DAVIS</p> <p>8 Q. You weren't discussing it with the hens,</p> <p>9 so much as you were discussing the hens themselves?</p> <p>10 A. Yes.</p> <p>11 Q. And how did this issue first come to</p> <p>12 your attention?</p> <p>13 A. So on my first day at General Mills, we</p> <p>14 had a meeting with and a presentation from a</p> <p>15 representative from the Humane Society of the</p> <p>16 United States. And he -- I believe -- well -- you</p> <p>17 know, I can't speak to what happened before I was</p> <p>18 there. But that seemed to be the first broad</p> <p>19 introduction of the topic to people at General</p> <p>20 Mills.</p> <p>21 So, you know, obviously somehow he got</p> <p>22 there, so somebody must have set that up. I don't</p>	<p style="text-align: right;">21</p> <p>1 Q. And do you work with him on any issues</p> <p>2 related to animal welfare?</p> <p>3 A. Yes.</p> <p>4 Q. Include --</p> <p>5 A. Yes. He actually heads our animal</p> <p>6 welfare team.</p> <p>7 Q. What do you mean by "our animal welfare</p> <p>8 team"?</p> <p>9 A. General Mills has a small team that</p> <p>10 meets -- maybe it's about quarterly -- to discuss</p> <p>11 animal welfare topics.</p> <p>12 Q. And who's on that team?</p> <p>13 A. There's Steve and Amy and a</p> <p>14 representative from the convenience and food</p> <p>15 service business, Susan Kujava.</p> <p>16 Q. What was her last name?</p> <p>17 A. K-u-j-a-v-a. A lady by the name of</p> <p>18 Courtney -- I think her last name is Bidwell, but</p> <p>19 I -- or maybe Bidme. I think it's Bidwell.</p> <p>20 Q. Where is she from? What group?</p> <p>21 A. Quality regulatory organization. John</p> <p>22 Tiedeman. The last name is T-i-e-d-e-m-a-n, I</p>



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<p style="text-align: right;">22</p> <p>1 <b>believe. It's from sourcing. I think that's</b>  2 <b>everybody. It's a fairly new team.</b>  3 Q. And that's the animal welfare team?  4 <b>A. Yes.</b>  5 Q. And that group of people meets with  6 yourself?  7 <b>A. Yes. I'm a member of the team.</b>  8 Q. Anyone else?  9 <b>A. So we've probably had three or four</b>  10 <b>meetings, and so I'm thinking back to the most</b>  11 <b>recent meeting, and before that we had not had a</b>  12 <b>meeting for a good few months. So I'm thinking who</b>  13 <b>was in the room, and I think that's everybody. But</b>  14 <b>I'd have to look at an invite list to give you an</b>  15 <b>accurate list of who was there.</b>  16 Q. Sure. When did this team originate?  17 <b>A. It's about a year old.</b>  18 Q. And you said there are invite lists that  19 go out for these meetings?  20 <b>A. Well, for all meetings, yes. Steve is</b>  21 <b>the leader of that team, so he sends out the</b>  22 <b>invitation to meet.</b></p>	<p style="text-align: right;">24</p> <p>1 what's called the UEP Certified program?  2 <b>A. We have not.</b>  3 Q. Any discussions on the amount of cage  4 space that hens should receive?  5 <b>A. No. Sorry. I had to pause for a second</b>  6 <b>there because the only thing we've discussed --</b>  7 <b>actually, not on this team, but in -- when we</b>  8 <b>presented the facts on cage-free to the businesses,</b>  9 <b>we discussed the fact that cage-free hens require</b>  10 <b>ten times as much space as the battery cage hens.</b>  11 Q. Now, you say, "when we presented to the  12 businesses."  13 <b>A. Yeah.</b>  14 Q. In that sentence, who do you mean when  15 you say "we"?  16 <b>A. So that would be Tom Forsythe and</b>  17 <b>myself.</b>  18 Q. Why did the animal welfare  19 team -- strike that.  20 What caused the animal welfare team to  21 be created within General Mills?  22 <b>A. So we have an issues team, and that's a</b></p>
<p style="text-align: right;">23</p> <p>1 Q. What sorts of topics are discussed at  2 these meetings?  3 <b>A. For example, at our most recent meeting,</b>  4 <b>we discussed whether we would like to hear from the</b>  5 <b>Humane Society of the United States. They offered</b>  6 <b>to share some information about recent developments</b>  7 <b>in animal welfare issues, gestation crates, for</b>  8 <b>example. And so we discussed whether it would be</b>  9 <b>fruitful to have that conversation. So that was</b>  10 <b>one of our topics. So that's the kind of thing</b>  11 <b>that we discuss.</b>  12 Q. Had you discussed issues regarding  13 egg-laying hens or egg production?  14 <b>A. Yes.</b>  15 Q. What specific to that have you  16 discussed? "You" being the animal welfare team.  17 <b>A. We have discussed egg alternatives and</b>  18 <b>the current research that's going on in that area</b>  19 <b>and we've also discussed the status of our</b>  20 <b>cage-free purchase. So how many eggs are we</b>  21 <b>purchasing and where might we go from here.</b>  22 Q. Have you had any discussions regarding</p>	<p style="text-align: right;">25</p> <p>1 <b>big group of cross-functional leaders. And when</b>  2 <b>we -- when we discuss a topic on that team and we</b>  3 <b>think that we need to do some more work on a topic,</b>  4 <b>we'll develop a subteam.</b>  5 <b>So the animal welfare team was developed</b>  6 <b>because we wouldn't have the issues team meet to</b>  7 <b>sort of further mitigation work on a topic. So we</b>  8 <b>established a specific team with the appropriate</b>  9 <b>expertise.</b>  10 Q. So animal welfare issues were coming up  11 with a sufficient degree of frequency that a team  12 like this was warranted?  13 <b>A. Yes. There were particular areas. So</b>  14 <b>initially we made our cage-free egg commitment and</b>  15 <b>then more recently we've been discussing the topic</b>  16 <b>of gestation crate-free pork.</b>  17 Q. What other issues has the animal welfare  18 team discussed?  19 <b>A. We touched upon the interest by People</b>  20 <b>for the Ethical Treatment of Animals on de-horning.</b>  21 <b>The fact that confinement dairy might be an issue</b>  22 <b>that could impact us because we have</b></p>



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<p style="text-align: right;">26</p> <p>1 dairy-containing products, yogurt. I think that's</p> <p>2 it.</p> <p>3 Q. What is General Mills's interest in</p> <p>4 these issues? Why is it interested in animal</p> <p>5 welfare?</p> <p>6 A. Myriad reasons, really. So we always</p> <p>7 have to be cognizant of what our consumers want</p> <p>8 because we're a consumer-facing company. The same</p> <p>9 thing with customers. And then we need to be</p> <p>10 responsive to the interests of other stakeholders</p> <p>11 such as investors, nongovernmental organizations,</p> <p>12 the media. We need to be -- by being aware of</p> <p>13 areas of interest, we can ensure that we are sort</p> <p>14 of delivering what our stakeholders want in terms</p> <p>15 of behavior. Yeah.</p> <p>16 Q. So when you say -- you said concerned</p> <p>17 with how the media portrays it. Is that sort of a</p> <p>18 striving to avoid bad publicity on an issue? Is</p> <p>19 that a fair --</p> <p>20 A. Well, it depends, because sometimes</p> <p>21 media coverage will draw attention to something</p> <p>22 that we should be responding to. So our mission is</p>	<p style="text-align: right;">28</p> <p>1 the definition is fluid and people don't agree on</p> <p>2 what the definition is.</p> <p>3 Q. What do you mean by it?</p> <p>4 A. I think that they can help us understand</p> <p>5 if there are opportunities for us to improve our</p> <p>6 behavior.</p> <p>7 Q. And I think you said consumer perception</p> <p>8 was one of the things that General Mills is</p> <p>9 concerned with?</p> <p>10 A. Yeah.</p> <p>11 Q. Why is that?</p> <p>12 A. Well, we serve our consumers. So if our</p> <p>13 consumers want something and we're not delivering</p> <p>14 that, then we're not a very good consumer-facing or</p> <p>15 serving company.</p> <p>16 Q. And your concern with customers is</p> <p>17 related to that? Your customers are ultimately the</p> <p>18 ones that are selling to consumers?</p> <p>19 A. Yes.</p> <p>20 Q. And those interests are aligned in that</p> <p>21 sense?</p> <p>22 A. Mm-hmm.</p>
<p style="text-align: right;">27</p> <p>1 nourishing lives. So let's say there's an issue</p> <p>2 that comes up where we're out of step, where our</p> <p>3 mission doesn't align with the conversation in the</p> <p>4 outside world.</p> <p>5 And so maybe we need to make a change</p> <p>6 because we want to essentially do the right thing,</p> <p>7 which is our -- you know, our mission statement.</p> <p>8 It sounds trite, but we are driven by that as well.</p> <p>9 So we're driven by an internal wish to be a</p> <p>10 responsible actor and a wish to be responsive to</p> <p>11 what our stakeholders want.</p> <p>12 Q. Your stakeholders are investors?</p> <p>13 A. Mm-hmm.</p> <p>14 Q. You said NGOs?</p> <p>15 A. Yeah.</p> <p>16 Q. Is that because they own shares?</p> <p>17 A. Sometimes they own shares. Not always,</p> <p>18 but sometimes. Yes.</p> <p>19 Q. If they don't own shares, how are they a</p> <p>20 stakeholder?</p> <p>21 A. Well, that's a good question. And I</p> <p>22 suppose "stakeholder" is one off those words where</p>	<p style="text-align: right;">29</p> <p>1 Q. And animal welfare issues are an example</p> <p>2 of something that consumers care about and General</p> <p>3 Mills tries to be consumer-facing in that regard?</p> <p>4 A. Some consumers care. Yup.</p> <p>5 Q. And so General Mills' positions on</p> <p>6 animal welfare issues are guided by consumer</p> <p>7 perceptions; fair to say?</p> <p>8 A. Consumer perceptions are one input we</p> <p>9 would consider. So we would consider what</p> <p>10 consumers think. We would consider what customers</p> <p>11 think. We would consider NGO opinions. We</p> <p>12 would -- and sometimes those are investor opinions,</p> <p>13 too, because as you say, NGOs might own shares. We</p> <p>14 will consider what our peers are doing and we will</p> <p>15 consider how well our behavior matches our mission.</p> <p>16 Q. Why would you consider what your peers</p> <p>17 are doing?</p> <p>18 A. Because consumer-facing companies always</p> <p>19 do. We always consider the competitive landscape.</p> <p>20 Q. But why is that?</p> <p>21 A. Well, that's getting into an area I'm</p> <p>22 not an expert in, because I am not a marketer.</p>

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<p style="text-align: right;">30</p> <p>1 Q. It's for marketing reasons?</p> <p>2 A. Well, I mean, they're the ones who most</p> <p>3 closely watch peer behavior. But I would say, just</p> <p>4 my opinion, that if your peers are -- if you stand</p> <p>5 out amongst your competitive set as not behaving in</p> <p>6 a responsible way, that's problematic. You're at a</p> <p>7 competitive disadvantage.</p> <p>8 Q. Who is Wendy Thai?</p> <p>9 A. She's my colleague. She's another</p> <p>10 director in global communications. She's the</p> <p>11 global communications director.</p> <p>12 Q. Does she essentially have your</p> <p>13 responsibilities for other geographic areas?</p> <p>14 A. She did. She did -- she was the</p> <p>15 international communications person. I believe she</p> <p>16 has recently begun to focus more on internal</p> <p>17 communications.</p> <p>18 Q. Were you aware that General Mills has</p> <p>19 filed a lawsuit against a number of egg producers</p> <p>20 and my clients, United Egg Producers and United</p> <p>21 States Egg Marketers?</p> <p>22 A. Only as a result of being told I was</p>	<p style="text-align: right;">32</p> <p>1 meritorious?</p> <p>2 A. I was not here at the time of the</p> <p>3 alleged actions, so no.</p> <p>4 Q. What did you do to prepare for your</p> <p>5 deposition today?</p> <p>6 A. I met with counsel.</p> <p>7 Q. When was that?</p> <p>8 A. We had a very short meeting on Tuesday,</p> <p>9 and then we had a fairly short, slightly longer</p> <p>10 meeting last week.</p> <p>11 Q. So a short meeting yesterday and --</p> <p>12 A. Yes.</p> <p>13 Q. -- and a longer meeting last week?</p> <p>14 A. Yes.</p> <p>15 Q. How long was your longer meeting?</p> <p>16 A. About one hour.</p> <p>17 Q. Did you go over any documents with them</p> <p>18 at that time?</p> <p>19 A. I wouldn't say we went over documents.</p> <p>20 They showed me that there were documents.</p> <p>21 Q. They showed you documents?</p> <p>22 A. Yeah. Just like your -- (Indicating).</p>
<p style="text-align: right;">31</p> <p>1 being deposed.</p> <p>2 Q. When, approximately, was that?</p> <p>3 A. Well, documents were gathered maybe six</p> <p>4 months ago. So that was my first -- I was told</p> <p>5 that I might be deposed at that time. So I think</p> <p>6 it was about six months ago. Yes.</p> <p>7 Q. That your documents were gathered?</p> <p>8 A. Yes.</p> <p>9 Q. And what do you understand the</p> <p>10 allegations in the lawsuit to be?</p> <p>11 MS. ANSARI: Objection, privilege. I'm</p> <p>12 going to instruct the witness not to answer as to</p> <p>13 her understanding from communications with counsel.</p> <p>14 BY MR. DAVIS</p> <p>15 Q. So you can go ahead and answer the</p> <p>16 question. What is your understanding of the</p> <p>17 allegations in General Mills' lawsuit?</p> <p>18 A. I understand that General Mills is party</p> <p>19 to a lawsuit and that price fixing is at the root</p> <p>20 of it.</p> <p>21 Q. Do you have any opinion one way or the</p> <p>22 other on whether or not those allegations are</p>	<p style="text-align: right;">33</p> <p>1 Q. Have you spoken with anyone else at</p> <p>2 General Mills about this litigation?</p> <p>3 A. I told my boss that I was being deposed</p> <p>4 this afternoon so he'd know where I was.</p> <p>5 Q. Anyone else?</p> <p>6 A. No.</p> <p>7 Q. Have you spoken with a gentleman named</p> <p>8 Binh Tran?</p> <p>9 A. I have not.</p> <p>10 Q. Do you know who that is?</p> <p>11 A. His name sounds familiar, but I don't</p> <p>12 know who he is.</p> <p>13 Q. Okay. Do you perceive, then, animal</p> <p>14 welfare issues to be something of importance to</p> <p>15 General Mills?</p> <p>16 A. I think along with a number of other</p> <p>17 issues, yes.</p> <p>18 Q. And does General Mills have any animal</p> <p>19 welfare standards that pertain to egg-laying hens?</p> <p>20 A. General Mills has commitments in Europe</p> <p>21 and the U.S. regarding egg purchases. So in the</p> <p>22 EU, the company has committed its Haagen Daz</p>

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<p style="text-align: right;">34</p> <p>1 business to buy a hundred percent free-range eggs</p> <p>2 by the end of 2013, and that has been accomplished.</p> <p>3 And then in the U.S., General Mills purchased two</p> <p>4 million cage-free eggs in 2013, and we have a</p> <p>5 public commitment to -- we had a public commitment</p> <p>6 that was made in about 2000 -- April of 2012, I</p> <p>7 think, to purchase one million cage-free eggs. So</p> <p>8 our initial commitment was to purchase one million,</p> <p>9 and we have since purchased two million.</p> <p>10 Q. Any other -- any requirements that</p> <p>11 General Mills has for its egg product suppliers or</p> <p>12 its egg product procurement?</p> <p>13 A. Not that I know of. That's getting into</p> <p>14 a sourcing question.</p> <p>15 Q. I'll show you what's been marked as</p> <p>16 Exhibit 1.</p> <p>17 (Exhibit Sullivan 1 was marked for</p> <p>18 identification.)</p> <p>19 BY MR. DAVIS:</p> <p>20 Q. Ms. Sullivan, do you recognize Exhibit</p> <p>21 1?</p> <p>22 A. I do. It's our animal welfare position.</p>	<p style="text-align: right;">36</p> <p>1 A. How do you mean his involvement?</p> <p>2 Q. Well, prior to your arrival at General</p> <p>3 Mills, the extent to which he was involved in</p> <p>4 animal welfare issues.</p> <p>5 A. I haven't, no.</p> <p>6 Q. Do you know anything about his</p> <p>7 involvement in animal welfare issues prior to your</p> <p>8 arrival?</p> <p>9 A. I don't. The only thing I know was</p> <p>10 there was this HSUS meeting on my first day at work</p> <p>11 and he was in the meeting. So I, you know, deduced</p> <p>12 that he conversed with somebody on that topic,</p> <p>13 but --</p> <p>14 Q. But you don't know how far back that</p> <p>15 goes?</p> <p>16 A. No, I don't, I'm afraid.</p> <p>17 Q. Or whether he was involved in other</p> <p>18 animal welfare issues prior to your arrival?</p> <p>19 A. I don't know.</p> <p>20 Q. Okay. If you look at Exhibit 1, under</p> <p>21 "Egg Production," the first sentence says, "We</p> <p>22 acknowledge the discussion about egg production and</p>
<p style="text-align: right;">35</p> <p>1 Q. And did you have any role in creating</p> <p>2 this document?</p> <p>3 A. I did. I liaised with my boss, Tom</p> <p>4 Forsythe, and the sourcing department and</p> <p>5 sustainability to generate this position.</p> <p>6 Q. Let me ask you about Tom Forsythe. Has</p> <p>7 he been your boss since you started at the company?</p> <p>8 A. Yes.</p> <p>9 Q. Do you know what position he held prior</p> <p>10 to his current one?</p> <p>11 A. Gosh. Not exactly.</p> <p>12 Q. Do you know for how long he's been in</p> <p>13 his current position?</p> <p>14 A. A long time. I think it's about 20</p> <p>15 years.</p> <p>16 Q. Oh.</p> <p>17 A. No. That can't be right. Sorry. He's</p> <p>18 been at General Mills for about 20 years. I don't</p> <p>19 know how long he's been in his current position.</p> <p>20 But I think it's a long time.</p> <p>21 Q. And have you ever spoken with him about</p> <p>22 his involvement in animal welfare issues?</p>	<p style="text-align: right;">37</p> <p>1 the impact on egg-laying hens." Do you see that?</p> <p>2 A. Yes.</p> <p>3 Q. What does that mean, "we acknowledge the</p> <p>4 discussion"?</p> <p>5 A. I think it really means what it says,</p> <p>6 which is that we're aware that a conversation is</p> <p>7 taking place. There are differing viewpoints and</p> <p>8 we want to let, you know, our shareholders know</p> <p>9 that we are -- we are aware, we are engaged and --</p> <p>10 so, yes. That's what that means.</p> <p>11 Q. Okay. If you drop down a little bit</p> <p>12 further, "To encourage the development of</p> <p>13 alternative production methods in the U.S., General</p> <p>14 Mills purchased one million eggs from cage-free</p> <p>15 hens for our U.S. retail operations in 2012." Do</p> <p>16 you see that?</p> <p>17 A. I do.</p> <p>18 Q. First of all, did that actually occur,</p> <p>19 that General Mills purchased one million eggs from</p> <p>20 cage-free hens for its U.S. retail operations in</p> <p>21 2012?</p> <p>22 A. That is my understanding, yes.</p>

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<p style="text-align: right;">38</p> <p>1 Q. And earlier in the sentence, it says</p> <p>2 that this was done to encourage the development of</p> <p>3 alternative production methods in the U.S. Do you</p> <p>4 see that?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. What's meant by that?</p> <p>7 <b>A. I think what that means is that we</b></p> <p>8 <b>understand there are different approaches with</b></p> <p>9 <b>different merits and that we want to support the</b></p> <p>10 <b>development of those different approaches so we can</b></p> <p>11 <b>best understand what is the superior method.</b></p> <p>12 Q. So it's in General Mills' interest to</p> <p>13 encourage the development of other forms of egg</p> <p>14 production?</p> <p>15 <b>A. Well, for example, you know, we would</b></p> <p>16 <b>like to understand more about which production</b></p> <p>17 <b>system is -- offers the best attributes in terms of</b></p> <p>18 <b>various things, whether it be environmental impact,</b></p> <p>19 <b>whether it be animal welfare issues, whether it be</b></p> <p>20 <b>worker health and safety.</b></p> <p>21 <b>So, you know, by supporting different</b></p> <p>22 <b>methods and supporting others who study different</b></p>	<p style="text-align: right;">40</p> <p>1 ultimately decided to commit to purchasing</p> <p>2 cage-free eggs?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. In Europe, General Mills committed to</p> <p>5 source 100 percent free-range eggs for all Haagen</p> <p>6 Daz products?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. It has not made a similar commitment in</p> <p>9 the United States?</p> <p>10 <b>A. That is correct.</b></p> <p>11 Q. Why not?</p> <p>12 <b>A. A different -- completely different --</b></p> <p>13 <b>well, different in many ways. So Haagen Daz uses</b></p> <p>14 <b>whole eggs, liquid eggs, and in the U.S. we use</b></p> <p>15 <b>more powdered eggs. So Haagen Daz is more -- is</b></p> <p>16 <b>closer, if you will, to its egg content.</b></p> <p>17 <b>In Europe, caged -- conventional battery</b></p> <p>18 <b>cages are now banned. And the consumer -- well, I</b></p> <p>19 <b>would say the general stakeholder interest in</b></p> <p>20 <b>cage-free, or in Europe usually it's free-range</b></p> <p>21 <b>eggs is more mature. It's a more mature issue in</b></p> <p>22 <b>that region.</b></p>
<p style="text-align: right;">39</p> <p>1 <b>methods, we can try to better understand what those</b></p> <p>2 <b>realities are.</b></p> <p>3 Q. So General Mills' agreement to purchase</p> <p>4 cage-free eggs was premised on a goal of supporting</p> <p>5 cage-free egg production?</p> <p>6 <b>A. I would say that General Mills' decision</b></p> <p>7 <b>to buy a number of cage-free eggs, one million</b></p> <p>8 <b>cage-free eggs, was based on -- essentially we</b></p> <p>9 <b>brought forward information to our issues team from</b></p> <p>10 <b>a number of different areas.</b></p> <p>11 <b>So we said, here's what we're seeing in</b></p> <p>12 <b>terms of NGO/investor interest. Here's what we</b></p> <p>13 <b>think is the level of consumer interest. Here's</b></p> <p>14 <b>the conversation that is taking place in the media.</b></p> <p>15 <b>Here's what our peers are doing. And here's</b></p> <p>16 <b>what -- here's the science that is -- the credible</b></p> <p>17 <b>science that's available on this topic. And by</b></p> <p>18 <b>looking at all of those factors, the team decided</b></p> <p>19 <b>to commit to the one million cage-free egg</b></p> <p>20 <b>purchase.</b></p> <p>21 Q. So those are the factors, what you just</p> <p>22 said, that General Mills considered and then</p>	<p style="text-align: right;">41</p> <p>1 Q. What do you mean by that, more mature?</p> <p>2 <b>A. Now I'm going off my sort of own</b></p> <p>3 <b>experience being a Brit, but, you know, when you</b></p> <p>4 <b>think about the regulatory environment, for</b></p> <p>5 <b>example, I mean, they actually have a ban on</b></p> <p>6 <b>conventional battery cages.</b></p> <p>7 <b>So this is an issue that's -- it's been</b></p> <p>8 <b>around, to my understanding, for longer and I think</b></p> <p>9 <b>the general -- I think culturally, animal welfare</b></p> <p>10 <b>issues have gained more traction in that part of</b></p> <p>11 <b>the world than in the United States.</b></p> <p>12 Q. But the animal welfare issues are</p> <p>13 identical, right? It's the consumer perceptions</p> <p>14 that differ between the EU and the U.S.?</p> <p>15 <b>A. Well, I think the -- I'm not an expert.</b></p> <p>16 <b>But I think the systems are somewhat different,</b></p> <p>17 <b>too. I think flock sizes tend to be a bit smaller</b></p> <p>18 <b>in the EU.</b></p> <p>19 Q. But the science is the same, right? The</p> <p>20 science doesn't change between --</p> <p>21 <b>A. The science is not the same.</b></p> <p>22 Q. Okay.</p>

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<p style="text-align: right;">42</p> <p>1       <b>A. It's not the same. The perspective from</b>  2       <b>the -- if you read all the EU science, the</b>  3       <b>perspective is that cage-free or free-range is on</b>  4       <b>balance preferable. If you read all the science</b>  5       <b>in the U.S. the conclusion, I would say, is it's</b>  6       <b>about equal.</b></p> <p>7       Q. And does General Mills -- or have you  8       been -- do you perceive General Mills to have a  9       view on which of those is correct?</p> <p>10       <b>A. We're a U.S.-based company. So we do</b>  11       <b>have to make an effort to always consider the</b>  12       <b>global perspective. I mean, what we do is we do</b>  13       <b>consider the global perspective, but we do have to</b>  14       <b>challenge ourselves to make sure we do that.</b></p> <p>15       Q. Let me show you what's been marked as  16       Exhibit 2.</p> <p>17               (Exhibit Sullivan 2 was marked for  18               identification.)</p> <p>19       BY MR. DAVIS</p> <p>20       Q. Do you recognize this document?</p> <p>21       <b>A. I do. I haven't seen it for a long</b>  22       <b>time, so let me just refamiliarize myself.</b></p>	<p style="text-align: right;">44</p> <p>1       General Mills should buy a million cage-free eggs  2       in calendar 2012?</p> <p>3       <b>A. Yes.</b></p> <p>4       Q. And the answer as to why General Mills  5       should do that is because HSUS had threatened to  6       bring a shareholder resolution against General  7       Mills, repeating the threat that it had made in  8       2010?</p> <p>9       <b>A. Well, that's one of the reasons.</b></p> <p>10       Q. Okay. Another reason is that General  11       Mills' competitors have almost all made at least  12       token cage-free buys, leaving General Mills behind  13       its peer group?</p> <p>14       <b>A. Yes. That's -- yes.</b></p> <p>15       Q. And those are the two reasons?</p> <p>16       <b>A. Well, I think what we have here is the</b>  17       <b>two reasons we thought -- they're not the only two</b>  18       <b>reasons. But they're the two reasons that we --</b>  19       <b>the two most pragmatic reasons, I think, to deliver</b>  20       <b>to management.</b></p> <p>21       Q. Well, they're the only two reasons that  22       you do deliver to management?</p>
<p style="text-align: right;">43</p> <p>1       Q. Absolutely.</p> <p>2       <b>A. (Reading).</b></p> <p>3       MR. CAMPBELL: Yeah. Thank you. Yes.</p> <p>4       BY MR. DAVIS</p> <p>5       Q. Are you ready?</p> <p>6       <b>A. Mm-hmm.</b></p> <p>7       Q. Did you write this document?</p> <p>8       <b>A. I believe I did, yes.</b></p> <p>9       Q. And what is it?</p> <p>10       <b>A. It looks like -- I don't remember</b>  11       <b>exactly. But it looks like it is notes that would</b>  12       <b>have -- so I believe the order was we discussed --</b>  13       <b>we brought the topic to our issues team. I think I</b>  14       <b>probably made these notes as the basis from which</b>  15       <b>to send the recommendation out to our management</b>  16       <b>team for the cage-free hen purchase. Cage-free hen</b>  17       <b>egg purchase.</b></p> <p>18       Q. Ultimately -- right. You're not buying  19       the hens, right?</p> <p>20       <b>A. Not buying the hens or talking to the</b>  21       <b>hens, no.</b></p> <p>22       Q. Ultimately your recommendation was that</p>	<p style="text-align: right;">45</p> <p>1       <b>A. I can't remember.</b></p> <p>2       Q. Well, they're certainly the only two  3       reasons in this document; fair enough?</p> <p>4       <b>A. Yes, but this is not the document we</b>  5       <b>delivered to management, to my recollection.</b></p> <p>6       Q. What is the document you delivered to  7       management?</p> <p>8       <b>A. I think a shortened version of this.</b></p> <p>9       Q. Did you add on additional reasons to  10       that version?</p> <p>11       <b>A. I can't remember.</b></p> <p>12       Q. If you have another version of this that  13       was delivered to management, would that have also  14       been in your file?</p> <p>15       <b>A. Yes.</b></p> <p>16       Q. And that would have been collected by --</p> <p>17       <b>A. Yes.</b></p> <p>18       Q. Okay. Are you positive that there is  19       another version of this document?</p> <p>20       <b>A. No.</b></p> <p>21       Q. So this might --</p> <p>22       <b>A. I just thought it was two pages long,</b></p>

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13 (Pages 46 to 49)

<p style="text-align: right;">46</p> <p>1 <b>what we delivered. And this is longer. And it</b>  2 <b>doesn't look as neat as a document that we</b>  3 <b>delivered to management would look. So I don't</b>  4 <b>remember exactly.</b>  5 Q. Okay. You note here that cage-free eggs  6 are 66 percent more expensive than battery hen  7 eggs, or \$1.50 a pound more; is that right?  8 <b>A. What I note there, it's not a current --</b>  9 <b>that's not the current premium today.</b>  10 Q. But it was true then?  11 <b>A. It was true then, yeah.</b>  12 Q. So you are suggesting that General Mills  13 purchase one million of its eggs from cage-free  14 sources in spite of the this cost premium; is that  15 right?  16 <b>A. Yes.</b>  17 Q. Fair to say, then, that in your view, it  18 is worth it to General Mills to pay this cost  19 premium in order to protect itself against the  20 threatened shareholder resolution and in order to  21 better align itself with its competitors?  22 <b>A. Yes. Those and the -- yes.</b></p>	<p style="text-align: right;">48</p> <p>1 reasons -- in fact, one of the two reasons you  2 express here why it is in General Mills' interest  3 to purchase some amount of cage-free eggs?  4 <b>A. Yes.</b>  5 Q. Did you collect documents from other  6 sources regarding the debate surrounding cage-free  7 eggs?  8 <b>A. Yes.</b>  9 Q. Why did you do that?  10 <b>A. Because I developed an issue paper on</b>  11 <b>the topic of cage-free eggs, and to be able to</b>  12 <b>write accurately, I needed to understand the</b>  13 <b>science, for example, on the topic. So I collected</b>  14 <b>the EFSA opinion, for example, the European Food</b>  15 <b>Safety Authority opinion, for example, on the</b>  16 <b>issue, what are opinions here in the United States.</b>  17 Q. I'll show you what's been marked as  18 Exhibit 3.  19 (Exhibit Sullivan 3 was marked for  20 identification.)  21 BY MR. DAVIS  22 Q. Do you recognize this document?</p>
<p style="text-align: right;">47</p> <p>1 Q. Okay. If you would turn to page 3, at  2 the bottom of the page, it says "Risks of  3 Inaction."  4 <b>A. Mm-hmm.</b>  5 Q. And it then lists several bullet points  6 that talk about the threatened shareholder  7 resolution.  8 What is General Mills' interest in  9 preventing HSUS from bringing a shareholder  10 resolution?  11 <b>A. Somebody from investor relations would</b>  12 <b>have to answer that precisely. From a public</b>  13 <b>relations standpoint, I would say that it's -- you</b>  14 <b>know, it's unfavorable to have a resolution in your</b>  15 <b>proxy statement.</b>  16 Q. Why?  17 <b>A. Because it draws more attention to the</b>  18 <b>topic.</b>  19 Q. And General Mills sought to not draw  20 more attention to the topic?  21 <b>A. I would say so, yes.</b>  22 Q. Okay. And that was one of the</p>	<p style="text-align: right;">49</p> <p>1 <b>A. I must say I don't remember this precise</b>  2 <b>document, though it looks like the kind of document</b>  3 <b>I gather.</b>  4 Q. I'm going to assume, because your first  5 name is not the most common in these parts, that --  6 is this you by -- you haven't gone by a different  7 name?  8 <b>A. That is my maiden name, yes.</b>  9 Q. So this is your document?  10 <b>A. Yes.</b>  11 Q. And it says here from you, and then up  12 toward the top, it lists the conversation as HSUS  13 at ConAgra ASM and it says that it's posted to  14 cage-free eggs. Do you see that?  15 <b>A. I do.</b>  16 Q. Do you know what those refer to?  17 <b>A. I don't.</b>  18 Q. Have you posted to any discussion groups  19 about this?  20 <b>A. No. My -- the only thing I update is an</b>  21 <b>internal issue paper on the topic.</b>  22 Q. Internal to General Mills?</p>



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<p style="text-align: right;">50</p> <p>1 <b>A. Internal to General Mills.</b></p> <p>2 Q. Might that be what this is referring to?</p> <p>3 <b>A. I don't think so, because I have never</b></p> <p>4 <b>seen -- I don't believe that when I post things to</b></p> <p>5 <b>the issue site, it generates this -- the</b></p> <p>6 <b>information you have in the top portion of this</b></p> <p>7 <b>document.</b></p> <p>8 Q. Why was the actions taken by HSUS at</p> <p>9 ConAgra's shareholder meeting regarding cage-free</p> <p>10 eggs of interest to you?</p> <p>11 <b>A. Any action on an issue that's involving</b></p> <p>12 <b>our peers is of interest to us.</b></p> <p>13 Q. And, again, that goes back to what you</p> <p>14 spoke about earlier regarding General Mills'</p> <p>15 competitive positioning in the marketplace?</p> <p>16 <b>A. Yes. And also to understanding where --</b></p> <p>17 <b>if we have a shareholder proposal, if we're being</b></p> <p>18 <b>threatened with a shareholder proposal, then</b></p> <p>19 <b>looking at the experience of our peers can help</b></p> <p>20 <b>illuminate what our own experience might be.</b></p> <p>21 Q. I'll show you what's been marked as</p> <p>22 Exhibit 4.</p>	<p style="text-align: right;">52</p> <p>1 <b>housing -- so that's still cages -- that's of</b></p> <p>2 <b>interest, significant.</b></p> <p>3 Q. Let me show you now what's been marked</p> <p>4 as Exhibit 5.</p> <p>5 (Exhibit Sullivan 5 was marked for</p> <p>6 identification.)</p> <p>7 BY MR. DAVIS:</p> <p>8 Q. It looks like there's some handwritten</p> <p>9 notes that -- this is how it was unitized for us.</p> <p>10 But I'm really going to ask you about what starts</p> <p>11 on page 2.</p> <p>12 <b>A. Okay.</b></p> <p>13 Q. Is this your document?</p> <p>14 <b>A. It is.</b></p> <p>15 Q. This is your handwriting?</p> <p>16 <b>A. That's my handwriting.</b></p> <p>17 Q. If you look under the heading "Potential</p> <p>18 Impact on General Mills" --</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. -- and then the second bullet point, it</p> <p>21 says, "For USRO." What does that stand for?</p> <p>22 <b>A. United States Retail Organization.</b></p>
<p style="text-align: right;">51</p> <p>1 (Exhibit Sullivan 4 was marked for</p> <p>2 identification.)</p> <p>3 BY MR. DAVIS</p> <p>4 Q. Do you recognize this document?</p> <p>5 <b>A. You know, I don't recognize this</b></p> <p>6 <b>precise -- well, what I mean is I don't remember</b></p> <p>7 <b>this precise document. But I do remember generally</b></p> <p>8 <b>reading about the UEP and HSUS agreement.</b></p> <p>9 Q. And do you know -- do you know why you</p> <p>10 would have had this document?</p> <p>11 <b>A. I'm sure I would have been interested to</b></p> <p>12 <b>read about the -- well, it's two unlikely partners,</b></p> <p>13 <b>for one thing. And the fact that it's -- it</b></p> <p>14 <b>illustrates what the Humane Society of the United</b></p> <p>15 <b>States is willing to accept in terms of minimum</b></p> <p>16 <b>standards for hen housing, that's of interest.</b></p> <p>17 Q. Why is that of interest?</p> <p>18 <b>A. Because if we try to understand where</b></p> <p>19 <b>the egg production industry might go, then a group</b></p> <p>20 <b>like HSUS, where we understood that their</b></p> <p>21 <b>preference was for cage-free eggs, if they then</b></p> <p>22 <b>agree to support legislation for enriched</b></p>	<p style="text-align: right;">53</p> <p>1 Q. "For USRO, our commitment to purchase</p> <p>2 one million" -- I assume that means cage-free eggs?</p> <p>3 <b>A. Yeah.</b></p> <p>4 Q. -- "in fiscal year 2012 represents</p> <p>5 approximately 1 percent of our annual egg purchase</p> <p>6 at a cost of \$40 million."</p> <p>7 <b>A. 40,000.</b></p> <p>8 Q. 40,000.</p> <p>9 <b>A. Sorry. Just one.</b></p> <p>10 Q. So is that accurate? General Mills'</p> <p>11 commitment to purchase a million cage-free eggs is</p> <p>12 approximately 1 percent of its egg purchases?</p> <p>13 <b>A. To my understanding, not being in</b></p> <p>14 <b>sourcing, yes.</b></p> <p>15 Q. And has General Mills ever publicized</p> <p>16 that specific fact, that it's purchasing 1 percent</p> <p>17 of its eggs from cage-free sources?</p> <p>18 <b>A. No.</b></p> <p>19 Q. Why not?</p> <p>20 <b>A. To be honest, I've never been -- I don't</b></p> <p>21 <b>think we ever considered it. I don't know what the</b></p> <p>22 <b>answer to that question is.</b></p>



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<p style="text-align: right;">54</p> <p>1 Q. Well, for Haagen Daz in Europe, you do 2 publicize the percentage, right?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. Because it's a hundred percent?</p> <p>5 <b>A. A hundred percent. But it's different.</b> 6 <b>It's for one specific business.</b></p> <p>7 Q. Right. But you don't say, we're 8 purchasing X million eggs?</p> <p>9 <b>A. That is correct.</b></p> <p>10 Q. It's expressing a percentage?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And that percentage is a hundred?</p> <p>13 <b>A. Right.</b></p> <p>14 Q. And here in the U.S., the actual 15 percentage is approximately 1 percent?</p> <p>16 <b>A. That's correct.</b></p> <p>17 Q. And you don't publicize that statistic 18 at all?</p> <p>19 <b>A. That's correct.</b></p> <p>20 Q. You publicize the one million figure?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. Was there ever any discussion about what</p>	<p style="text-align: right;">56</p> <p>1 not General Mills should publicize this 1 percent 2 figure, what would be your opinion on that?</p> <p>3 <b>A. I don't think it would be helpful.</b></p> <p>4 Q. Because it's a small percentage?</p> <p>5 <b>A. Yes. I think it also said what our egg 6 purchase is, and I think we don't disclose those 7 kind of specifics.</b></p> <p>8 Q. I'm sorry. You don't disclose?</p> <p>9 <b>A. We don't disclose, like, how many eggs 10 we buy, for example. So I'm just wondering if 11 the --</b></p> <p>12 Q. But it would be an either/or. You could 13 have disclosed 1 percent instead of one million?</p> <p>14 <b>A. Yes, I suppose -- yes, sorry. So if 15 it's an either/or, yes.</b></p> <p>16 Q. You can put that aside. Are you aware 17 of retailers asking General Mills to source 18 cage-free eggs?</p> <p>19 <b>A. I don't -- I personally don't recall 20 having had a -- received a specific request from a 21 retailer. I do think we received some -- a request 22 or -- I don't remember if it was one or more -- but</b></p>
<p style="text-align: right;">55</p> <p>1 figure should and should not be publicized?</p> <p>2 <b>A. No.</b></p> <p>3 Q. Do you think that publicizing the 4 1 percent figure would -- how that would resonate 5 with consumers or customers?</p> <p>6 <b>A. I mean, I can only speculate and say 7 that it sounds like a small amount.</b></p> <p>8 Q. And do you think that that might have 9 some -- play some role in why that figure is not 10 publicized?</p> <p>11 <b>A. Well, I think the actual reason is 12 probably because this is the language that was 13 used. So our peers -- our direct peers typically 14 spoke in these terms.</b></p> <p>15 Q. In which terms?</p> <p>16 <b>A. What -- the million as opposed to a 17 percentage. I think -- now, I can't recall well, 18 but I think maybe -- did McDonald's do a percent? 19 I can't remember. But I think millions was the 20 typical language used.</b></p> <p>21 Q. Now, as director of issues management, 22 if you were asked for your opinion on whether or</p>	<p style="text-align: right;">57</p> <p>1 <b>for information about our animal welfare policies, 2 including cage-free. But I don't recall anybody 3 saying to us, can you buy cage-free eggs.</b></p> <p>4 Q. I'll show you what's been marked as 5 Exhibit 6.</p> <p>6 <b>A. I'm sorry. With the exception of the 7 organic business. That didn't come to me. I 8 haven't dealt with that at all. But the organic 9 business buys cage-free because of organic 10 requirements, I think.</b></p> <p>11 <b>(Exhibit Sullivan 6 was marked for 12 identification.)</b></p> <p>13 <b>BY MR. DAVIS</b></p> <p>14 Q. Do you recognize this document? I 15 believe this came from your file.</p> <p>16 <b>A. I do remember a communication from 17 Harris Teeter. I didn't recall that they had 18 specifically asked us to begin using cage-free 19 eggs. I recalled that they had asked us about our 20 usage.</b></p> <p>21 Q. So if you look at the second paragraph, 22 first sentence, "As a major retailer of General</p>

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<p style="text-align: right;">58</p> <p>1 Mills' products, I am writing to ask General Mills 2 to begin using cage-free eggs in General Mills' 3 products." Do you see that? 4 <b>A. I do.</b> 5 Q. Does that refresh your recollection? 6 <b>A. I guess. I didn't remember this line,</b> 7 <b>but it's helpful to see.</b> 8 Q. Why would a document like this be in 9 your file? 10 <b>A. Because a document like this, though</b> 11 <b>there are a number of us that it could come to, but</b> 12 <b>due to the fact that it's about an issue that we</b> 13 <b>deal with, a letter like this would come to either,</b> 14 <b>you know, myself or my boss, maybe investor</b> 15 <b>relations, for a response. So I, in this case,</b> 16 <b>would have been the person who drafted the first</b> 17 <b>response to this letter.</b> 18 MR. DAVIS: Why don't we go off the 19 record and take a short break. 20 THE WITNESS: Sure. 21 THE VIDEOGRAPHER: We're going off the 22 record at about 3:12 p.m.</p>	<p style="text-align: right;">60</p> <p>1 executive summary. 2 <b>A. Mm-hmm.</b> 3 Q. The first bullet point says that the 4 cage-free movement is fueled by emotion. Do you 5 see that? 6 <b>A. I do.</b> 7 Q. What do you understand that to mean? 8 <b>A. Well, I didn't write this. So this is a</b> 9 <b>view coming from sourcing.</b> 10 Q. Mm-hmm. 11 <b>A. So I would guess that what they are</b> 12 <b>referring to is that the images of caged hens can</b> 13 <b>be troubling.</b> 14 Q. And underneath that, it says, "Science 15 shows no increased health benefit for chickens or 16 eggs." 17 <b>A. Yes, it does.</b> 18 Q. And is that something that you agree 19 with or that you're aware of? 20 <b>A. I think there are different -- there's</b> 21 <b>legitimate science that would draw this conclusion</b> 22 <b>and there's legitimate science that draws a</b></p>
<p style="text-align: right;">59</p> <p>1 (Whereupon, a recess was taken from 3:11 2 p.m to 3:23 p.m.) 3 THE VIDEOGRAPHER: We are back on the 4 record. This is the continuing videotaped 5 deposition of Naamua F. Sullivan taken on March the 6 5th 2014. The time is about 3:23 p.m. 7 BY MR. DAVIS: 8 Q. Ms. Sullivan, I'll show you what's been 9 marked as Exhibit 7. 10 (Exhibit Sullivan 7 was marked for 11 identification.) 12 BY MR. DAVIS: 13 Q. Are you familiar with this document? 14 <b>A. It does look familiar, yes. I haven't</b> 15 <b>seen it for a long time, but it does look familiar.</b> 16 Q. When did you previously see this 17 document? 18 <b>A. I mean, I can see the date on the front.</b> 19 <b>So it looks as though it was done around the time</b> 20 <b>when we met with the Humane Society of the United</b> 21 <b>States. And so I'm sure I saw it around that time.</b> 22 Q. If you turn to the second page, the</p>	<p style="text-align: right;">61</p> <p>1 <b>different conclusion.</b> 2 Q. Okay. If you turn -- and I will refer 3 now -- if you see these numbers at the bottom or in 4 the corner, it says "GMI" and then continues. 5 <b>A. Mm-hmm.</b> 6 Q. So if you turn to the page that ends in 7 13 -- 8 <b>A. Okay.</b> 9 Q. -- at the top, it asks "What is fueling 10 the cage-free movement?" Do you see that? 11 <b>A. I do.</b> 12 Q. And the first item listed is the Humane 13 Society of the United States? 14 <b>A. Yes.</b> 15 Q. Do you agree that they are helping to 16 fuel the cage-free movement? 17 <b>A. In the U.S., yes.</b> 18 Q. If you turn to the page that ends in 15, 19 "Is cage-free the right solution," and under 20 "Pros," the first item listed is "Activist support, 21 including the HSUS"? 22 <b>A. Yes.</b></p>

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17 (Pages 62 to 65)

<p style="text-align: right;">62</p> <p>1 Q. Why is that a pro?</p> <p>2 <b>A. Well, I didn't write this. So I don't</b></p> <p>3 <b>know.</b></p> <p>4 Q. Do you have an understanding of what's</p> <p>5 meant by that?</p> <p>6 <b>A. "Is cage-free the right solution?</b></p> <p>7 <b>Activist support, including the HSUS." I mean, I'm</b></p> <p>8 <b>going to guess it means that an animal welfare</b></p> <p>9 <b>group believes that cage-free is the right</b></p> <p>10 <b>solution, and so that's one factor that weighs in</b></p> <p>11 <b>favor of cage-free.</b></p> <p>12 Q. The second being consumers' perception</p> <p>13 that cage-free is a more humane option?</p> <p>14 <b>A. Yes. I read that, yes.</b></p> <p>15 Q. And a similar understanding of why</p> <p>16 that's considered a pro is because General Mills is</p> <p>17 a consumer-facing company and compares about</p> <p>18 consumers perceptions?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Yes?</p> <p>21 <b>A. Yes. That would be correct.</b></p> <p>22 Q. Under "Cons," among those items listed</p>	<p style="text-align: right;">64</p> <p>1 Q. Below it says, "No additional standards</p> <p>2 or regulations on treatment" and "Lack of clarity</p> <p>3 on enforcement." Do you see that?</p> <p>4 <b>A. I do.</b></p> <p>5 Q. Do you have an understanding what's</p> <p>6 meant by that?</p> <p>7 <b>A. I don't know what that means. I mean, I</b></p> <p>8 <b>could guess in the U.S. our -- we don't have a</b></p> <p>9 <b>national -- well, no. I'm getting into -- I don't</b></p> <p>10 <b>know exactly what that means.</b></p> <p>11 Q. Well, why generally on something like an</p> <p>12 animal welfare issue would standards or regulations</p> <p>13 or clarity on enforcement be important to General</p> <p>14 Mills?</p> <p>15 <b>A. I think -- you know, if you look at</b></p> <p>16 <b>something like Europe banning battery cages, you</b></p> <p>17 <b>might say, okay, a legitimate body has examined the</b></p> <p>18 <b>science and they've found cause for banning this</b></p> <p>19 <b>practice. So action of a legislative or regulatory</b></p> <p>20 <b>nature shows some degree of acceptance that a</b></p> <p>21 <b>certain course of action is not accepted to a</b></p> <p>22 <b>certain, you know, portion of the population. So</b></p>
<p style="text-align: right;">63</p> <p>1 are the increased production costs.</p> <p>2 <b>A. Right.</b></p> <p>3 Q. Because General Mills has an interest in</p> <p>4 keeping its production costs low?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. And as we discussed earlier, cage-free</p> <p>7 eggs are more expensive?</p> <p>8 <b>A. They are more expensive, yes.</b></p> <p>9 Q. Under "Science," "No meaningful health</p> <p>10 benefits are created due to cage-free production."</p> <p>11 Do you see that?</p> <p>12 <b>A. I do see that.</b></p> <p>13 Q. And that's footnoted with a cite to a</p> <p>14 Time Magazine article.</p> <p>15 <b>A. I see that.</b></p> <p>16 Q. And do you understand that to be true?</p> <p>17 <b>A. I -- again, the science is mixed. So I</b></p> <p>18 <b>do -- if I recall correctly, most U.S. science says</b></p> <p>19 <b>that there are no meaningful health benefits</b></p> <p>20 <b>created due to cage-free production, and that only</b></p> <p>21 <b>in Europe have they found health concerns with</b></p> <p>22 <b>caged hen production. Battery hen production.</b></p>	<p style="text-align: right;">65</p> <p>1 <b>that's relevant.</b></p> <p>2 Q. But why would it be important for</p> <p>3 General Mills that some animal welfare practice be</p> <p>4 subject to clear enforcement or specific standards?</p> <p>5 <b>A. The enforcement, I can't comment on.</b></p> <p>6 <b>This is really the sourcing area. I mean, I'm sure</b></p> <p>7 <b>if we needed to buy ingredients in a certain region</b></p> <p>8 <b>and there was specific regulations guiding the way</b></p> <p>9 <b>those ingredients were produced, then that would be</b></p> <p>10 <b>of relevance to us.</b></p> <p>11 <b>But I don't do that. I don't buy stuff.</b></p> <p>12 <b>So I look at it more from the, you know, regulator</b></p> <p>13 <b>or legislator is -- you know, they could be a</b></p> <p>14 <b>stakeholder. So I look at it from that</b></p> <p>15 <b>perspective.</b></p> <p>16 Q. When you've spoken about the science</p> <p>17 behind certain animal welfare standards here, where</p> <p>18 does that knowledge come from?</p> <p>19 <b>A. It comes from research.</b></p> <p>20 Q. Your own?</p> <p>21 <b>A. It comes from my own research and</b></p> <p>22 <b>discussing that research with internal, you know,</b></p>

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18 (Pages 66 to 69)

<p style="text-align: right;">66</p> <p>1 experts, people who are experts in certain areas of</p> <p>2 the issue. I don't consider myself to be an</p> <p>3 expert. I consider myself to be a person who</p> <p>4 brings information together that experts have</p> <p>5 created.</p> <p>6 Q. Are you aware of efforts by -- well, I</p> <p>7 think we talked about NGOs and some of the actions</p> <p>8 they've taken vis-a-vis General Mills on animal</p> <p>9 welfare issues. And we've talked somewhat</p> <p>10 extensively about HSUS as an example of one.</p> <p>11 What other NGOs have made efforts or any</p> <p>12 advocacy groups have made efforts to try to get</p> <p>13 General Mills to change their procurement efforts?</p> <p>14 MS. ANSARI: Objection. Lack of</p> <p>15 personal knowledge. You can answer from what you</p> <p>16 know.</p> <p>17 THE WITNESS: Okay.</p> <p>18 A. So you're talking about till now, today?</p> <p>19 BY MR. DAVIS</p> <p>20 Q. That you know of.</p> <p>21 A. That I know of. So in the animal</p> <p>22 welfare area, PETA, People for the Ethical</p>	<p style="text-align: right;">68</p> <p>1 an interest in, you know, ensuring that its</p> <p>2 suppliers were raising animals humanely. So, yes,</p> <p>3 videos that show inhumane treatment, that</p> <p>4 legitimately show inhumane treatment, are troubling</p> <p>5 for General Mills.</p> <p>6 Q. How about videos that, whether</p> <p>7 legitimately or not, just the publicity that those</p> <p>8 types of videos get and how that might reflect on</p> <p>9 General Mills, whether fairly or not?</p> <p>10 A. Now, I'm trying to think of a case where</p> <p>11 it wouldn't. Because these videos tend to be</p> <p>12 fairly graphic. So, you know, I think that would</p> <p>13 be unfavorable to General Mills if one of our</p> <p>14 suppliers was exposed by one of these videos.</p> <p>15 Q. And that's what I'm getting at, right,</p> <p>16 is General Mills doesn't want the adverse publicity</p> <p>17 that might come along with being connected somehow</p> <p>18 to one of those videos?</p> <p>19 A. I think that would be accurate, yeah.</p> <p>20 Q. And General Mills takes steps to try to</p> <p>21 prevent against that as part of its decision-making</p> <p>22 process in what suppliers to contract with?</p>
<p style="text-align: right;">67</p> <p>1 Treatment of Animals, has contacted us on the issue</p> <p>2 of dehorning. There are NGOs like Mercy for</p> <p>3 Animals, I think, tends to release videos at</p> <p>4 animal -- or meat production facilities. They</p> <p>5 don't contact General Mills directly, but sometimes</p> <p>6 we'll hear about it from, you know, either an HSUS</p> <p>7 or another member of the General Mills team that's</p> <p>8 read about it in a newsletter, for example.</p> <p>9 And then, I mean -- gosh, there is</p> <p>10 endless numbers of NGOs that contact us on issues.</p> <p>11 So on bisphenol A, BPA, Consumers Union, Breast</p> <p>12 Cancer Fund, genetically modified ingredients,</p> <p>13 Green America, on palm oil, Rainforest Action</p> <p>14 Network, Green Peace, Union of Concerned</p> <p>15 Scientists. I mean, there are a lot of them.</p> <p>16 Q. Let me go back to something you said</p> <p>17 about Mercy for Animals and releasing videotapes.</p> <p>18 Does General Mills have an interest in not being</p> <p>19 associated with producers of any animal product</p> <p>20 whose production practices are being adversely</p> <p>21 publicized by NGOs?</p> <p>22 A. I think, yes, General Mills would have</p>	<p style="text-align: right;">69</p> <p>1 A. I can't answer that. That's a sourcing</p> <p>2 question.</p> <p>3 Q. You've never been involved in those</p> <p>4 discussions?</p> <p>5 A. No. Our animal welfare team is starting</p> <p>6 to discuss whether we should have a set of guidance</p> <p>7 principles for our suppliers, but we don't at the</p> <p>8 present time.</p> <p>9 Q. And you're part of that animal welfare</p> <p>10 team?</p> <p>11 A. Yes.</p> <p>12 Q. So you're starting to discuss within the</p> <p>13 animal welfare team whether the animal welfare team</p> <p>14 should create guidelines that it would then present</p> <p>15 to the sourcing groups?</p> <p>16 A. We, right now, don't have any -- I</p> <p>17 definitely don't want to say something that's not</p> <p>18 correct, but to my understanding, we don't have</p> <p>19 specific requirements that we make of our suppliers</p> <p>20 on animal welfare other than the fact that we</p> <p>21 purchase this small amount of cage-free eggs and</p> <p>22 that we support a movement to alternatives to</p>

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19 (Pages 70 to 73)

<p style="text-align: right;">70</p> <p>1 <b>gestation crates. But other than that, we don't</b>  2 <b>have -- we don't have a set of specific</b>  3 <b>requirements.</b>  4 <b>So right -- we have just floated it out</b>  5 <b>there as a -- as something we might want to</b>  6 <b>consider. We don't have the information we need</b>  7 <b>yet to develop those principles. And I don't know</b>  8 <b>exactly how sourcing talks to suppliers.</b>  9 <b>So I would just be more involved in</b>  10 <b>language development and content development. I</b>  11 <b>wouldn't be involved in the -- in delivering that</b>  12 <b>to the suppliers because I don't talk to suppliers.</b>  13 Q. Do you have a personal opinion as to  14 whether it would be in the company's best interests  15 to create some set of animal welfare standards for  16 procurement purposes?  17 <b>A. I think it would sort of help clarify</b>  18 <b>our stance, yes.</b>  19 Q. And do you think that it would mitigate  20 any risk at all that General Mills faces in its  21 procurement process?  22 <b>A. I don't -- it doesn't seem to be right</b></p>	<p style="text-align: right;">72</p> <p>1 can think of beyond being clear? For example,  2 mitigating the risk of adverse publicity? Is that  3 a benefit?  4 <b>A. I could see that in terms of reporting,</b>  5 <b>it -- you know, if we were asked about our animal</b>  6 <b>welfare policies or -- so we have a global</b>  7 <b>responsibility report, for example. And if we</b>  8 <b>could add we have this policy and we also have</b>  9 <b>these expectations of suppliers, I think that more</b>  10 <b>clearly demonstrates a commitment in this area.</b>  11 MR. DAVIS: Let's go off the record.  12 THE VIDEOGRAPHER: We're going off the  13 record about 3:40 p.m.  14 (Whereupon, a recess was taken from 3:40  15 p.m to 3:43 p.m.)  16 THE VIDEOGRAPHER: We're going back on  17 the record about 3:43 p.m.  18 MR. DAVIS: Ms. Sullivan, I have no  19 further questions for you. I believe that  20 Mr. Schwinger has a few.  21 THE WITNESS: Okay.  22 EXAMINATION BY COUNSEL FOR THE</p>
<p style="text-align: right;">71</p> <p>1 <b>now something that we're getting pressure on. So</b>  2 <b>this would be proactive. So I don't know. But if</b>  3 <b>we -- we have animal welfare policy which you've</b>  4 <b>presented here. And so it seems as though perhaps</b>  5 <b>translating that into some sort of requirements to</b>  6 <b>suppliers would give us a more cohesive approach,</b>  7 <b>more rigorous approach.</b>  8 Q. Because the animal welfare policy  9 doesn't actually require anything of its suppliers?  10 <b>A. No. It's a statement of intent, really.</b>  11 Q. So the next step the company is  12 discussing or a group within the company is  13 discussing is creating some set of requirements for  14 its suppliers?  15 <b>A. Yes. As a possibility.</b>  16 Q. And one of the reasons for that is that  17 it would give more clarity, I think you said, to  18 the business in what it should and should not be  19 doing in terms of procurement?  20 <b>A. That's my personal opinion. I could see</b>  21 <b>it helps with clarity.</b>  22 Q. Are there other benefits to it that you</p>	<p style="text-align: right;">73</p> <p>1 BY MR. SCHWINGLER  2 Q. Good afternoon.  3 <b>A. Hello.</b>  4 Q. My name is Peter Schwinger, and I  5 represent Michael Foods, which is a defendant in  6 this case.  7 So am I correct that your first day on  8 the job, you had a meeting with the Humane Society  9 of the United States?  10 <b>A. Yes.</b>  11 Q. Who from the Humane Society did you meet  12 with?  13 <b>A. It was Josh Balk. And I think there</b>  14 <b>might have been another lady there, but I have no</b>  15 <b>recollection of her name or if she was there.</b>  16 Q. Are you familiar in general with the  17 Humane Society?  18 <b>A. Yes.</b>  19 Q. Would you agree that the Humane Society  20 is a fairly large NGO?  21 <b>A. Yes.</b>  22 Q. And influential?</p>

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20 (Pages 74 to 77)

<p style="text-align: right;">74</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. And influential within General Mills,</p> <p>3 correct?</p> <p>4 <b>A. I think we -- because they're the chief</b></p> <p>5 <b>sort of proponent on animal welfare issues in the</b></p> <p>6 <b>United States, so when it comes to animal welfare,</b></p> <p>7 <b>they tend to be the one that we come into contact</b></p> <p>8 <b>with, so I think they're of significance.</b></p> <p>9 <b>Of course, we have a number of issues.</b></p> <p>10 <b>So, you know, the relative influence on General</b></p> <p>11 <b>Mills of HSUS, you have to consider it in the</b></p> <p>12 <b>broader context of all the issues that we deal</b></p> <p>13 <b>with. But on animal welfare, they are certainly</b></p> <p>14 <b>important.</b></p> <p>15 Q. Is it fair to say that, you know, when</p> <p>16 the HSUS calls, you pick up the phone?</p> <p>17 <b>A. They usually e-mail, and I do respond,</b></p> <p>18 <b>yes.</b></p> <p>19 Q. All right. Earlier when you were</p> <p>20 talking about Haagen Daz, you used a phrase -- so,</p> <p>21 first of all, you mentioned, if I heard you</p> <p>22 correctly, that Haagen Daz uses whole eggs or</p>	<p style="text-align: right;">76</p> <p>1 <b>that's in something like a baking mix. And so in</b></p> <p>2 <b>terms of, for example, consumer concern or</b></p> <p>3 <b>awareness, it's going to be higher for a product</b></p> <p>4 <b>where the egg is more obvious than it is for a</b></p> <p>5 <b>product where the egg is kind of hidden in that.</b></p> <p>6 Q. So would you agree that consumer</p> <p>7 awareness of the role of an egg in a finished</p> <p>8 product is on a spectrum where consumers are very</p> <p>9 aware that eggs are involved in certain products</p> <p>10 and less aware for other products?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And does that understanding influence</p> <p>13 your role within General Mills? You know, let me</p> <p>14 withdraw that question. That's a little vague.</p> <p>15 Haagen Daz also sells ice cream in the</p> <p>16 United States, correct?</p> <p>17 <b>A. Yes. But not General Mills.</b></p> <p>18 Q. Not General Mills?</p> <p>19 <b>A. Right. General Mills doesn't own that</b></p> <p>20 <b>business.</b></p> <p>21 Q. Okay. Could I have you pick up Exhibit</p> <p>22 2 again.</p>
<p style="text-align: right;">75</p> <p>1 liquid eggs?</p> <p>2 <b>A. Liquid eggs, yes.</b></p> <p>3 Q. Are you familiar with what Haagen Daz</p> <p>4 uses the eggs for?</p> <p>5 <b>A. They're just one of the ingredients. I</b></p> <p>6 <b>don't exactly know what they do with them to turn</b></p> <p>7 <b>them into ice cream.</b></p> <p>8 Q. You used the phrase that because Haagen</p> <p>9 Daz uses the whole egg or the liquid egg that</p> <p>10 they're closer to their egg content. Do you</p> <p>11 remember using that phrase?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Could you clarify or explain what you</p> <p>14 mean by Haagen Daz being closer to its egg content?</p> <p>15 <b>A. So I think, for example, if you're a</b></p> <p>16 <b>company like McDonald's and you serve eggs, actual</b></p> <p>17 <b>eggs, then -- so that would be the most extreme</b></p> <p>18 <b>example, and then Haagen Daz, you know, eggs are</b></p> <p>19 <b>one of five ingredients, you are more closely</b></p> <p>20 <b>associated with that product.</b></p> <p>21 <b>A lot of our eggs are -- you know, it's,</b></p> <p>22 <b>to my knowledge, a small amount of powered egg</b></p>	<p style="text-align: right;">77</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. You testified earlier that you created</p> <p>3 this document; is that correct?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. I'll ask you to turn to the last page of</p> <p>6 this document which has the Bates number in the</p> <p>7 bottom right corner ending in 32293.</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. Is this your handwriting on this</p> <p>10 document?</p> <p>11 <b>A. It is.</b></p> <p>12 Q. If you go about two-thirds of the way</p> <p>13 down the page, I see what appears to be the word</p> <p>14 "Waldbaum." Do you see that?</p> <p>15 <b>A. I do.</b></p> <p>16 Q. Who is Waldbaum?</p> <p>17 <b>A. I don't remember.</b></p> <p>18 Q. Is it possible that the word "Waldbaum"</p> <p>19 on your notes here refers to NG Waldbaum?</p> <p>20 <b>A. Anything is possible.</b></p> <p>21 Q. Okay.</p> <p>22 <b>A. Honestly, I'm so sorry. I have</b></p>



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21 (Pages 78 to 81)

<p style="text-align: right;">78</p> <p>1 absolutely no recollection of what that is.</p> <p>2 Q. If you go down just a few more lines, it</p> <p>3 looks like -- I see the words "ConAgra" about three</p> <p>4 or four words in from the left margin.</p> <p>5 A. Yes.</p> <p>6 Q. Do you see that?</p> <p>7 A. Yes.</p> <p>8 Q. And who is ConAgra?</p> <p>9 A. ConAgra is one of our peers, a fellow</p> <p>10 food manufacturer.</p> <p>11 Q. Is ConAgra a competitor of General</p> <p>12 Mills?</p> <p>13 A. Yes.</p> <p>14 Q. In what market do you compete with</p> <p>15 ConAgra?</p> <p>16 A. They have soup, for example. So</p> <p>17 Progresso competes with them. I don't know where</p> <p>18 else we compete with them. I'm showing complete</p> <p>19 ignorance that I think of another example, but we</p> <p>20 do see them as one of our main kind of peers.</p> <p>21 Q. To your knowledge, does General Mills</p> <p>22 make a product that uses eggs or egg products that</p>	<p style="text-align: right;">80</p> <p>1 A. Unilever is another of our peers or</p> <p>2 competitors.</p> <p>3 Q. Are you familiar with which product or</p> <p>4 products General Mills sells in competition with</p> <p>5 Unilever?</p> <p>6 A. So Ben &amp; Jerry's in Europe would compete</p> <p>7 with Haagen Daz.</p> <p>8 Q. Any other products you're aware of that</p> <p>9 compete between those two companies?</p> <p>10 A. And I think they still own biscuit</p> <p>11 brands or cookie brands. You know, I'm getting --</p> <p>12 I don't know exactly which Unilever products</p> <p>13 compete with General Mills products.</p> <p>14 Q. I see a reference to Hellmann's Light.</p> <p>15 Do you see that?</p> <p>16 A. Yes.</p> <p>17 Q. It says, "Hellmann's Light is 100</p> <p>18 percent"?</p> <p>19 A. Yes.</p> <p>20 Q. What is Hellmann's Light?</p> <p>21 A. A mayonnaise.</p> <p>22 Q. Is that a mayonnaise manufactured by</p>
<p style="text-align: right;">79</p> <p>1 competes with ConAgra?</p> <p>2 A. I should know, but I don't know.</p> <p>3 Q. Do you have any reason to believe you</p> <p>4 would have been discussing ConAgra in a</p> <p>5 conversation about cage-free eggs if they didn't?</p> <p>6 A. Well, I'm sure they -- so they've made a</p> <p>7 cage-free egg purchase. They committed to a one</p> <p>8 million egg purchase. So they use eggs.</p> <p>9 Now, whether that's in a product that</p> <p>10 competes with a General Mills product, I don't</p> <p>11 know. But their experience with cage-free eggs</p> <p>12 would be interesting to us, whether or not it was</p> <p>13 in a competing product.</p> <p>14 Q. If you could turn to the third page of</p> <p>15 this document, which ends in 32290. And there's</p> <p>16 a -- maybe a quarter of way down the page, it says</p> <p>17 "our competitors" with a colon. Do you see that?</p> <p>18 A. Yes.</p> <p>19 Q. And the first bullet point, there's a</p> <p>20 reference to Unilever?</p> <p>21 A. Yes.</p> <p>22 Q. Who is Unilever?</p>	<p style="text-align: right;">81</p> <p>1 Unilever?</p> <p>2 A. Yes.</p> <p>3 Q. And when you say, "Hellmann's Light is</p> <p>4 100 percent," are you referring to the percentage</p> <p>5 of eggs that Hellmann's Light uses that are</p> <p>6 cage-free?</p> <p>7 A. Yes.</p> <p>8 Q. So in other words, you're saying that</p> <p>9 all of the eggs that go into Hellmann's Light are</p> <p>10 made through a cage-free production system?</p> <p>11 A. Yes.</p> <p>12 Q. And then the last sentence in that first</p> <p>13 bullet says, "Unilever has a plan to transition all</p> <p>14 mayonnaise once supplies permit." Do you recall</p> <p>15 what you meant by that?</p> <p>16 A. I'm quite sure what I meant was that</p> <p>17 they would buy cage-free eggs for all of their</p> <p>18 mayonnaise products once there were enough</p> <p>19 cage-free eggs available in the marketplace.</p> <p>20 Q. The next bullet point down refers to</p> <p>21 Kraft and Sara Lee.</p> <p>22 A. Mm-hmm.</p>



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22 (Pages 82 to 85)

<p style="text-align: right;">82</p> <p>1 Q. Are both of those competitors of General 2 Mills?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. The last sentence in that bullet says, 5 "HSUS has praised both companies for even these 6 small moves." Do you see that?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. And is that a reference to the 9 commitment from each of those companies to buy one 10 million cage-free eggs?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And do you agree that committing to 13 buying one million cage-free eggs is a small move?</p> <p>14 <b>A. I'm sure for -- you know, I don't know 15 what the overall egg purchases of those companies 16 are, but I would guess that, similar to General 17 Mills, one million is not a huge percentage of 18 their egg buy. But I don't know exactly what their 19 egg buy is.</b></p> <p>20 Q. And, in fact, you would agree that -- so 21 at least from General Mills -- let me strike that 22 question.</p>	<p style="text-align: right;">84</p> <p>1 correct?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. And you consider -- sorry. General 4 Mills considers the viewpoints of its customers 5 when evaluating issues such as animal welfare; is 6 that fair?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. And much like consumer preferences are 9 relevant to General Mills' consideration of animal 10 welfare, its customer preferences would also be 11 relevant?</p> <p>12 <b>A. That's correct.</b></p> <p>13 Q. If you could turn to the next page. Do 14 you see the heading "Risks of Action" at the top of 15 the page?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. In the second bullet point, it says, "We 18 have competing priorities. For example, divisions 19 are cutting back on their salt and sugar work as 20 well as transition away from trans-fat due to 21 financial pressures."</p> <p>22 Can you explain what you mean by the</p>
<p style="text-align: right;">83</p> <p>1 From General Mills' perspective, buying 2 one million cage-free eggs would be considered a 3 small move?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. The last bullet under "Our Competitors" 6 says, "Some of our customers like Wal-Mart and 7 Whole Foods have committed to transitioning their 8 private label eggs to cage-free eggs." Do you see 9 that?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. What do you mean by "private label 12 eggs"?</p> <p>13 <b>A. So the eggs they sell as their own brand 14 eggs. Whole eggs.</b></p> <p>15 Q. Are we talking shell eggs here?</p> <p>16 <b>A. Shell eggs, yeah.</b></p> <p>17 Q. Do you consider -- you've mentioned -- 18 you've talked about consumers so far. But when you 19 talk about customers here, you're referring to 20 Wal-Mart and Whole Foods?</p> <p>21 <b>A. They are. Yes, exactly.</b></p> <p>22 Q. So your direct customer is the retailer,</p>	<p style="text-align: right;">85</p> <p>1 phrase "competing priorities"?</p> <p>2 <b>A. Yes. So with limited resources, you 3 know, we've discussed that there's a premium 4 attached to cage-free eggs, and so since resources 5 are limited, as illustrated by these cutbacks 6 within the divisions, the competition for scarce 7 dollars is rather fierce.</b></p> <p>8 Q. So when you say there's a premium 9 attached to cage-free eggs, what you mean is 10 they're expensive, right?</p> <p>11 <b>A. They are more expensive than 12 conventional battery cage eggs, yes.</b></p> <p>13 Q. Would you agree that they're 14 significantly more expensive than conventional 15 battery produced eggs?</p> <p>16 <b>A. I think the premium today is about 30 17 percent, which I believe the businesses would 18 consider to be significant.</b></p> <p>19 Q. When you say, "For example, divisions 20 are cutting back on their salt and their sugar 21 work" --</p> <p>22 <b>A. Mm-hmm.</b></p>

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23 (Pages 86 to 89)

<p style="text-align: right;">86</p> <p>1 Q. -- what do you mean by that?</p> <p>2 <b>A. So we have efforts to reduce our sodium</b></p> <p>3 <b>and our sugar content. But when you do that, it</b></p> <p>4 <b>takes R&amp;D to reformulate the products to be lower</b></p> <p>5 <b>in those kind of ingredients.</b></p> <p>6 <b>So, you know, this seems as though -- I</b></p> <p>7 <b>don't exactly remember if I was referring to</b></p> <p>8 <b>anything specific here. But with scarce resources,</b></p> <p>9 <b>they may not have been going as fast, for example,</b></p> <p>10 <b>on their salt and sugar reduction as they would</b></p> <p>11 <b>have been going if they had had more money</b></p> <p>12 <b>available for R&amp;D.</b></p> <p>13 Q. So consumers -- General Mills' consumers</p> <p>14 want food that tastes good? Is that accurate?</p> <p>15 <b>A. Yes. That is true.</b></p> <p>16 Q. And all else being equal, they'd like</p> <p>17 food that is healthy?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. And so there are instances when those</p> <p>20 two goals or desires are in conflict?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. And this would be an example where</p>	<p style="text-align: right;">88</p> <p>1 Q. And General Mills could compete with its</p> <p>2 competitors on animal welfare as well; is that</p> <p>3 accurate?</p> <p>4 <b>A. It could, if that was a motivating</b></p> <p>5 <b>factor for consumers.</b></p> <p>6 Q. In this document here, you reference</p> <p>7 several competitors of General Mills; that's</p> <p>8 accurate?</p> <p>9 <b>A. I do, yes. You mentioned ConAgra, for</b></p> <p>10 <b>example. Unilever. Those are both competitors.</b></p> <p>11 Q. You specifically discuss their purchases</p> <p>12 of cage-free eggs, correct?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. So you were tracking or at least</p> <p>15 monitoring what your competitors were doing at</p> <p>16 least with respect to cage-free eggs?</p> <p>17 <b>A. Yes. So when we, you know, for example,</b></p> <p>18 <b>had the meeting with HSUS with -- I mean, I don't</b></p> <p>19 <b>know what happened before I got there, but after</b></p> <p>20 <b>that, I started to look into what is our peer set</b></p> <p>21 <b>doing.</b></p> <p>22 Q. You also monitored what your customers</p>
<p style="text-align: right;">87</p> <p>1 making food taste good with salt and sugar might</p> <p>2 make it less healthy?</p> <p>3 <b>A. That is a potential risk, yes.</b></p> <p>4 Q. And so what I'm understanding here is</p> <p>5 General Mills was pursuing a way to have</p> <p>6 good-tasting food that is healthier, but either</p> <p>7 terminated or reduced those efforts due to the</p> <p>8 cost.</p> <p>9 <b>A. I don't remember the exact ramifications</b></p> <p>10 <b>of this challenging financial environment in terms</b></p> <p>11 <b>of what it meant for salt reduction and sugar</b></p> <p>12 <b>reduction. But clearly here I am referring to a</b></p> <p>13 <b>situation where, yeah, they may have slowed down</b></p> <p>14 <b>efforts, for example. That's kind of all I know,</b></p> <p>15 <b>really.</b></p> <p>16 Q. And General Mills competes with its</p> <p>17 competitors on flavor, correct?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. And it also could compete with its</p> <p>20 competitors on healthful characteristics of food as</p> <p>21 well?</p> <p>22 <b>A. Mm-hmm.</b></p>	<p style="text-align: right;">89</p> <p>1 were doing in terms of cage-free eggs as well,</p> <p>2 correct?</p> <p>3 <b>A. Yes.</b></p> <p>4 MR. SCHWINGLER: I don't have any more</p> <p>5 questions.</p> <p>6 MS. ANSARI: We don't have any questions</p> <p>7 either.</p> <p>8 MR. DAVIS: All right. Thank you very</p> <p>9 much, Ms. Sullivan.</p> <p>10 THE WITNESS: My pleasure.</p> <p>11 THE VIDEOGRAPHER: We're going off the</p> <p>12 record at 4:01 p.m.</p> <p>13 (Reading and signing reserved).</p> <p>14 (Whereupon, at 4:01 p.m. the videotaped</p> <p>15 deposition was adjourned.)</p> <p>16 * * * * *</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p>

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24 (Pages 90 to 91)

<div style="text-align: right; margin-bottom: 10px;">90</div> <div style="margin-bottom: 10px;">1           ACKNOWLEDGMENT OF DEPONENT</div> <div style="margin-bottom: 10px;">2</div> <div style="margin-bottom: 10px;">3           I, _____, do hereby</div> <div style="margin-bottom: 10px;">4           acknowledge that I have read and examined the</div> <div style="margin-bottom: 10px;">5           foregoing testimony, and the same is a true, correct</div> <div style="margin-bottom: 10px;">6           and complete transcription of the testimony given by</div> <div style="margin-bottom: 10px;">7           me, and any corrections appear on the attached Errata</div> <div style="margin-bottom: 10px;">8           Sheet signed by me.</div> <div style="margin-bottom: 10px;">9</div> <div style="margin-bottom: 10px;">10</div> <div style="margin-bottom: 10px;">11</div> <div style="margin-bottom: 10px;">12           _____           (DATE)               (SIGNATURE)</div> <div style="margin-bottom: 10px;">13</div> <div style="margin-bottom: 10px;">14</div> <div style="margin-bottom: 10px;">15</div> <div style="margin-bottom: 10px;">16</div> <div style="margin-bottom: 10px;">17</div> <div style="margin-bottom: 10px;">18</div> <div style="margin-bottom: 10px;">19</div> <div style="margin-bottom: 10px;">20</div> <div style="margin-bottom: 10px;">21</div> <div style="margin-bottom: 10px;">22</div>	<div style="text-align: right; margin-bottom: 10px;">91</div> <div style="margin-bottom: 10px;">1           REPORTER'S CERTIFICATE</div> <div style="margin-bottom: 10px;">2</div> <div style="margin-bottom: 10px;">3           STATE OF MINNESOTA            )</div> <div style="margin-bottom: 10px;">4    ss.</div> <div style="margin-bottom: 10px;">5           COUNTY OF HENNEPIN           )</div> <div style="margin-bottom: 10px;">6           I hereby certify that I reported the</div> <div style="margin-bottom: 10px;">7           deposition of NAAMUA SULLIVAN on March 5, 2014, in</div> <div style="margin-bottom: 10px;">8           Minneapolis, Minnesota, and that the witness was by</div> <div style="margin-bottom: 10px;">9           me first duly sworn to tell the whole truth;</div> <div style="margin-bottom: 10px;">10          That the testimony was transcribed by me</div> <div style="margin-bottom: 10px;">11          and that this transcript is a true record of the</div> <div style="margin-bottom: 10px;">12          testimony of the witness;</div> <div style="margin-bottom: 10px;">13          That the cost of the original has been</div> <div style="margin-bottom: 10px;">14          charged to the party who noticed the deposition,</div> <div style="margin-bottom: 10px;">15          and that all parties who ordered copies have been</div> <div style="margin-bottom: 10px;">16          charged at the same rate for such copies;</div> <div style="margin-bottom: 10px;">17          That I am not a relative or employee or</div> <div style="margin-bottom: 10px;">18          attorney or counsel of any of the parties, or a</div> <div style="margin-bottom: 10px;">19          relative or employee of such attorney or counsel;</div> <div style="margin-bottom: 10px;">20          That I am not financially interested in</div> <div style="margin-bottom: 10px;">21          the action and have no contract with the parties,</div> <div style="margin-bottom: 10px;">22          attorneys, or persons with an interest in the</div> <div style="margin-bottom: 10px;">          action that affects or has a substantial tendency</div> <div style="margin-bottom: 10px;">          to affect my impartiality.</div> <div style="margin-bottom: 10px;">          WITNESS MY HAND AND SEAL THIS 7th day of</div> <div style="margin-bottom: 10px;">          March, 2014.</div> <div style="margin-bottom: 10px;">          _____           Jonathan Wonnell           Notary Public, Hennepin County, Minnesota           My Commission expires January 31, 2017</div>
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